

111TH CONGRESS  
1ST SESSION

# S. 832

To amend title 36, United States Code, to grant a Federal charter to the Military Officers Association of America, and for other purposes.

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## IN THE SENATE OF THE UNITED STATES

APRIL 20, 2009

Mr. NELSON of Florida (for himself, Mr. AKAKA, Ms. COLLINS, Mr. CORKER, Mr. CRAPO, Mr. DODD, Mr. ENSIGN, Mr. ISAKSON, Mr. KENNEDY, Mr. LAUTENBERG, Mr. LEAHY, Mrs. LINCOLN, Ms. MURKOWSKI, Mr. SCHUMER, Mr. WHITEHOUSE, Mr. MENENDEZ, Mr. CARDIN, Mr. INOUE, and Mr. JOHANNES) introduced the following bill; which was read twice and referred to the Committee on the Judiciary

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## A BILL

To amend title 36, United States Code, to grant a Federal charter to the Military Officers Association of America, and for other purposes.

1 *Be it enacted by the Senate and House of Representa-*  
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. GRANT OF FEDERAL CHARTER TO MILITARY**  
4 **OFFICERS ASSOCIATION OF AMERICA.**

5 (a) GRANT OF CHARTER.—Part B of subtitle II of  
6 title 36, United States Code, is amended by inserting after  
7 chapter 1403 the following new chapter:

1       **“CHAPTER 1404—MILITARY OFFICERS**  
 2               **ASSOCIATION OF AMERICA**

“Sec.

“140401. Organization.

“140402. Purposes.

“140403. Membership.

“140404. Governing body.

“140405. Powers.

“140406. Restrictions.

“140407. Tax-exempt status required as condition of charter.

“140408. Records and inspection.

“140409. Service of process.

“140410. Liability for acts of officers and agents.

“140411. Annual report.

“140412. Definition.

3       **“§ 140401. Organization**

4           “(a) FEDERAL CHARTER.—Military Officers Associa-  
 5       tion of America (in this chapter, the ‘corporation’), a non-  
 6       profit organization that meets the requirements for a vet-  
 7       erans service organization under section 501(c)(19) of the  
 8       Internal Revenue Code of 1986 and is organized under  
 9       the laws of the Commonwealth of Virginia, is a federally  
 10      chartered corporation.

11          “(b) EXPIRATION OF CHARTER.—If the corporation  
 12      does not comply with the provisions of this chapter, the  
 13      charter granted by subsection (a) shall expire.

14       **“§ 140402. Purposes**

15          “(a) GENERAL.—The purposes of the corporation are  
 16      as provided in its bylaws and articles of incorporation and  
 17      include—

18               “(1) to inculcate and stimulate love of the  
 19      United States and the flag;

1           “(2) to defend the honor, integrity, and su-  
2           premacy of the Constitution of the United States  
3           and the United States Government;

4           “(3) to advocate military forces adequate to the  
5           defense of the United States;

6           “(4) to foster the integrity and prestige of the  
7           Armed Forces;

8           “(5) to foster fraternal relations between all  
9           branches of the various Armed Forces from which  
10          members are drawn;

11          “(6) to further the education of children of  
12          members of the Armed Forces;

13          “(7) to aid members of the Armed Forces and  
14          their family members and survivors in every proper  
15          and legitimate manner;

16          “(8) to present and support legislative pro-  
17          posals that provide for the fair and equitable treat-  
18          ment of members of the Armed Forces, including the  
19          National Guard and Reserves, military retirees, fam-  
20          ily members, survivors, and veterans; and

21          “(9) to encourage recruitment and appointment  
22          in the Armed Forces.

1   **“§ 140403. Membership**

2           “Eligibility for membership in the corporation, and  
3 the rights and privileges of members of the corporation,  
4 are as provided in the bylaws of the corporation.

5   **“§ 140404. Governing body**

6           “(a) BOARD OF DIRECTORS.—The composition of the  
7 board of directors of the corporation, and the responsibil-  
8 ities of the board, are as provided in the articles of incor-  
9 poration and bylaws of the corporation.

10          “(b) OFFICERS.—The positions of officers of the cor-  
11 poration, and the election of the officers, are as provided  
12 in the articles of incorporation and bylaws.

13   **“§ 140405. Powers**

14          ““The corporation has only those powers provided in  
15 its bylaws and articles of incorporation filed in each State  
16 in which it is incorporated.

17   **“§ 140406. Restrictions**

18          “(a) STOCK AND DIVIDENDS.—The corporation may  
19 not issue stock or declare or pay a dividend.

20          “(b) DISTRIBUTION OF INCOME OR ASSETS.—The in-  
21 come or assets of the corporation may not inure to the  
22 benefit of, or be distributed to, a director, officer, or mem-  
23 ber of the corporation during the life of the charter grant-  
24 ed by this chapter. This subsection does not prevent the  
25 payment of reasonable compensation to an officer or em-  
26 ployee of the corporation or reimbursement for actual nec-

1   essary expenses in amounts approved by the board of di-  
2   rectors.

3       “(c) LOANS.—The corporation may not make a loan  
4   to a director, officer, employee, or member of the corpora-  
5   tion.

6       “(d) CLAIM OF GOVERNMENTAL APPROVAL OR AU-  
7   THORITY.—The corporation may not claim congressional  
8   approval or the authority of the United States Govern-  
9   ment for any of its activities.

10      “(e) CORPORATE STATUS.—The corporation shall  
11   maintain its status as a corporation incorporated under  
12   the laws of the Commonwealth of Virginia.

13   **“§ 140407. Tax-exempt status required as condition of**  
14                   **charter**

15      “If the corporation fails to maintain its status as an  
16   organization exempt from taxation under the Internal  
17   Revenue Code of 1986, the charter granted under this  
18   chapter shall terminate.

19   **“§ 140408. Records and inspection**

20      “(a) RECORDS.—The corporation shall keep—

21           “(1) correct and complete records of account;

22           “(2) minutes of the proceedings of the mem-  
23   bers, board of directors, and committees of the cor-  
24   poration having any of the authority of the board of  
25   directors of the corporation; and

1           “(3) at the principal office of the corporation,  
2           a record of the names and addresses of the members  
3           of the corporation entitled to vote on matters relat-  
4           ing to the corporation.

5           “(b) INSPECTION.—A member entitled to vote on any  
6           matter relating to the corporation, or an agent or attorney  
7           of the member, may inspect the records of the corporation  
8           for any proper purpose at any reasonable time.

9           **“§ 140409. Service of process**

10          “The corporation shall comply with the law on service  
11          of process of each State in which it is incorporated and  
12          each State in which it carries on activities.

13          **“§ 140410. Liability for acts of officers and agents**

14          “The corporation is liable for any act of any officer  
15          or agent of the corporation acting within the scope of the  
16          authority of the corporation.

17          **“§ 140411. Annual report**

18          “The corporation shall submit to Congress an annual  
19          report on the activities of the corporation during the pre-  
20          ceding fiscal year. The report shall be submitted at the  
21          same time as the report of the audit required by section  
22          10101(b) of this title. The report may not be printed as  
23          a public document.

1 **“§ 140412. Definition**

2        “In this chapter, the term ‘State’ includes the Dis-  
 3 trict of Columbia and the territories and possessions of  
 4 the United States.”.

5        (b) CLERICAL AMENDMENT.—The table of chapters  
 6 at the beginning of subtitle II of title 36, United States  
 7 Code, is amended by inserting after the item relating to  
 8 chapter 1403 the following new item:

      “1404. Military Officers Association of America ..... 140401”.

